

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X  
In re: )  
 ) Chapter 11  
 )  
LEHMAN BROTHERS HOLDINGS INC., *et al.*, ) Case No. 08-13555 (JMP)  
 )  
 )  
 )  
Debtors ) (Jointly Administered)  
-----X

**TRANSFER OF CLAIM OTHER THAN FOR SECURITY**

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a).  
Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of  
the transfer, other than for security, of the claim referenced in this evidence and notice.

SPCP Group, LLC

Name of Transferee

The Royal Bank of Scotland plc

Name of Transferor

Name and Address where notices to transferee  
should be sent:

SPCP Group, LLC  
2 Greenwich Plaza  
1st Floor  
Greenwich, CT 06830  
Attn: Adam Depanfilis  
Phone: 203-542-4407  
Fax: 203-542-4507  
Email: [adepanfilis@silverpointcapital.com](mailto:adepanfilis@silverpointcapital.com)  
Ref: BP/Lehman Claims from RBS

With a copy to:  
Andrews Kurth LLP  
450 Lexington Avenue  
New York, NY 10017  
Attn: David Hoyt

**Case No. 08-13555**

Court Claim # (if known): 66009, amending  
Claims 17297 (in the amount of  
\$16,888,998.00) and 2219 (in the amount  
of \$16,888,998.00)

Amount of Claim as set forth in the amended  
Claim 66009: \$11,964,224.00

Date Claim Filed: 12/24/2009

Original Claimant: BP Capital Energy Equity  
Fund, L.P.

Name and Address where transferee payments  
should be sent:

Citibank, NA  
ABA #: 021000089  
A/C #: 264 225 78  
A/C Name: SPCP Group, LLC  
Ref: BP/Lehman Claims from RBS

**FORM OF EVIDENCE OF PARTIAL TRANSFER OF CLAIM**

TO: THE DEBTOR AND THE BANKRUPTCY COURT

For value received, the adequacy and sufficiency of which are hereby acknowledged, The Royal Bank of Scotland plc ("Seller") hereby unconditionally and irrevocably sells, transfers and assigns to SPCP Group, LLC ("Purchaser") all of its right, title, interest, claims and causes of action in and to, or arising under or in connection with, a portion, equal to 43.3734939% or \$5,189,301.98<sup>4</sup> of its claim (as such term is defined in Section 101(5) of the U.S. Bankruptcy Code) represented by claim number 2219 against Lehman Brothers Holdings Inc. (the "Debtor"), the debtor in Case No. 08-13555 (JMP) pending in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court") and the relevant portion of any and all proofs of claim filed by Seller or its predecessor-in-interest with the Bankruptcy Court in respect of the foregoing claim.

Seller hereby waives any objection to the transfer of the claim to Purchaser on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Seller acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Purchaser the foregoing claim, recognizing Purchaser as the sole owner and holder of the claim, and directing that all payments or distributions of money or property in respect of the claim be delivered or made to Purchaser.

IN WITNESS WHEREOF, this EVIDENCE OF PARTIAL TRANSFER OF CLAIM is executed this 5 day of January 2010.


THE ROYAL BANK OF SCOTLAND PLC

By: RBS Securities Inc., its agent

By:   
Name: **KAREN BREWER**  
Title: **VICE PRESIDENT**

<sup>4</sup> For the avoidance of doubt, the calculation of this amount is based on the amount reflected in the most recent amendment to the relevant proof of claim.

SPCP GROUP, LLC

By:   
Name: Jennifer Poccia  
Title: Authorized Signatory

**FORM OF EVIDENCE OF PARTIAL TRANSFER OF CLAIM**

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Seller hereby waives any objection to the transfer of the claim to Purchaser on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Seller acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Purchaser the foregoing claim, recognizing Purchaser as the sole owner and holder of the claim, and directing that all payments or distributions of money or property in respect of the claim be delivered or made to Purchaser.

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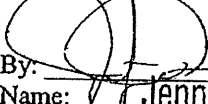
THE ROYAL BANK OF SCOTLAND PLC

By: RBS Securities Inc., its agent

By:   
Name: **KAREN BREWER**  
Title: **VICE PRESIDENT**

<sup>5</sup> For the avoidance of doubt, the calculation of this amount is based on the amount reflected in the most recent amendment to the relevant proof of claim.

SPCP GROUP, LLC

By:   
Name: Jennifer Poccia  
Title: Authorized Signatory

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Seller hereby waives any objection to the transfer of the claim to Purchaser on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Seller acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Purchaser the foregoing claim, recognizing Purchaser as the sole owner and holder of the claim, and directing that all payments or distributions of money or property in respect of the claim be delivered or made to Purchaser.

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THE ROYAL BANK OF SCOTLAND PLC

By: RBS Securities Inc., its agent

By: 

Name:

Title:

**KAREN BREWER  
VICE PRESIDENT**

<sup>6</sup> For the avoidance of doubt, the calculation of this amount is based on the amount reflected in the most recent amendment to the relevant proof of claim.

SPCP GROUP, LLC

By: 

Name:

Jennifer Poccia

Title:

Authorized Signatory